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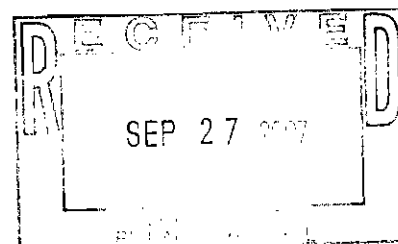
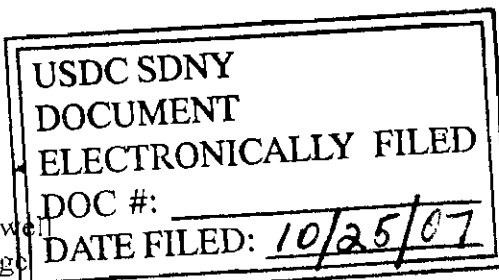
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September 27, 2007

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VIA FACSIMILE

Honorable Richard J. Holwell
United States District Judge
Southern District of New York
United States Courthouse
500 Pearl Street
New York, NY 10007



RE: John O. Myers v. HSBC Investments (USA) Inc., et al.
07 Civ. 4078 (RJH)
Our File No.: 0117179-0171

Dear Judge Holwell:

We represent the Defendants in the above-referenced matter. We are writing this letter to renew Defendants' request to file a motion seeking dismissal of HSBC Finance Corporation, HSBC North America Holdings Inc. and HSBC Holdings plc as improper parties to this action. Defendants also seek permission to file a motion dismissing HSBC North America Holdings Inc. and HSBC Holdings plc from this case for lack of personal jurisdiction.

On June 22, 2007, Defendants wrote to Your Honor requesting permission to file, *inter alia*, a 12(b)(6) motion to dismiss the three entities listed above and requested a pre-motion conference. A conference was held in Chambers on July 26, 2007 at which Your Honor instructed the parties to "meet and confer" regarding Defendants' request to move to dismiss the parties.

In accordance with Your Honor's instructions, Defendants produced documents and information to Plaintiff and explained the reasons why those three entities should be dismissed. In response, Plaintiff's counsel represented that they possessed information inconsistent with Defendants' proffers, but refused to divulge the allegedly contrary information on grounds of privilege; criticized the lack of affidavits, but later said that affidavits would not satisfy Plaintiff; and refused to dismiss the entities voluntarily. Defendants remain convinced that the three entities are not properly named parties based on the information it has provided to Plaintiff's counsel and also because Plaintiff's counsel has not shown or articulated any reason why Defendants' position is incorrect. Thus, the parties are at an impasse on this issue and Defendants renew their earlier request to file the motion pursuant to Your Honor's Individual Practices. While we have no desire to burden the Court with unnecessary motion practice, upon

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ATTORNEYS AT LAW

Hon. Richard J. Holwell
September 27, 2007
Page 2

making the motion, Plaintiff will be required to come forward with the basis for his opposition, which should include why the entities are proper Defendants.

Defendants also seek permission to move to dismiss HSBC North America Holdings and HSBC Holdings plc for lack of personal jurisdiction. Consistent with our prior representations to the Court, we have confirmed that neither HSBC North America Holdings Inc. nor HSBC Holdings plc employs any individuals, and neither transacts any business in New York. Indeed, HSBC Holdings plc does not transact any business in the United States.

Defendants concede that HSBC Investments (USA) Inc. and HSBC Securities (USA) Inc. are proper parties to this action. As averred in the Complaint, the facts underlying Mr. Myers' age discrimination claim occurred in New York. The only entities that employed Mr. Myers or allegedly refused to offer him employment are HSBC Investments (USA) Inc. or HSBC Securities (USA) Inc. The Complaint does not contain a single averment referring to HSBC Holdings plc, HSBC North America Holdings Inc. or HSBC Finance Corporation. HSBC Holdings plc is an English entity headquartered in London and is the ultimate parent of all HSBC entities worldwide. HSBC North America Holdings is a Delaware corporation with its only place of business at a single location in Illinois and is the ultimate parent of all HSBC businesses in North America. HSBC Finance is an Illinois entity with its principal place of business in Illinois. None of the witnesses identified by Plaintiff are employed by any of these entities. If these three entities remain in the action, Plaintiff will undoubtedly seek expensive and time consuming discovery both in London and Illinois of matters irrelevant to Mr. Myers' claims. Defendants renew their request to file a motion to dismiss HSBC Finance, HSBC North America Holdings and HSBC Holdings plc from this action.

Accordingly, Defendants request that Your Honor schedule another pre-motion conference concerning Defendants' renewed request to file a motion to dismiss for failure to state a claim and Defendants' request to file a motion to dismiss for lack of jurisdiction and insufficiency of service of process. Alternatively, in view of Plaintiff's failure to meet and confer in good faith, we request that the Court grant Defendants permission to make the motion without a conference.

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Hon. Richard J. Holwell
September 27, 2007
Page 3

Please contact the undersigned with any questions. Thank you for your attention to this matter.

Respectfully yours,

M. Christine Carty

M. Christine Carty
For SCHNADER HARRISON SEGAL & LEWIS LLP

cc: Blair C. Fensterstock
Attorney for Plaintiff

Defendants may file the proposed motion
to dismiss on or before November 19, 2007.
Opposition papers are due by December 19, 2007.
Reply papers due by January 4, 2008. Discovery
will not be stayed during the pendency of
any motion.

SO ORDERED

Q.1 H

USOT

10/23/07